

Exhibit A

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1 that?
2 A. Well, I came back I think in July 2003 and I went
3 over there in 2001, and I think went over there in I think
4 it was something like October; but then it was a little bit,
5 a few days, and then definitely I think I have something in
6 November; but, again, I don't remember the exact dates, much
7 more the periods.
8 Q. When working for investment banking did there come
9 a time where your role overlapped between working at
10 investment banking and Artesia Securities?
11 A. Can you rephrase that?
12 Q. Sure. Was there a time period where you were
13 working for both investment banking --
14 A. No.
15 Q. -- and Artesia Securities?
16 A. No, it was -- I was working for investment
17 banking, and when I take over the responsibilities of
18 Artesia Securities there was a new responsible guy for
19 investment banking, and we have integrated investment
20 banking into Artesia Securities; so I was -- at the end I
21 was the overall responsible of Artesia Securities, including
22 a part of investment banking.
23 Q. And that was when investment banking was moved
24 from Artesia Bank to Artesia Securities?
25 A. Yes.

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1 period.
2 Q. When was -- what were your first dealings with L &
3 H, what was the first....
4 A. I think my first dealings was the credit which has
5 been granted by BACOB Bank to L & H.
6 Q. What loan was that -- was it a loan?
7 A. I don't remember that.
8 Q. Strike that. Do you know what the amount of loan
9 was?
10 A. No, I don't remember that.
11 Q. Do you remember the time period?
12 A. No, not exactly, the whole beginning.
13 Q. Do you know what other -- other than that first
14 one you worked on, what other loans did you work on related
15 to L & H?
16 A. I don't remember that very well, but there was one
17 loan which was the loan for Dictations Centre. I didn't
18 remember that, but I have been asked to review those by the
19 federal police and they have showed me, so that I'm aware of
20 that and that's all.
21 Q. So just the Dictation Consortium?
22 A. Yes.
23 Q. And that, you said, you recalled from reviewing
24 your interview with the police?
25 A. Yes.

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1 Q. And when did that occur?
2 A. At the time that I made my move I think.
3 Q. It has been told to us by your counsel that while
4 at Artesia Bank you were in possession of special signatory
5 powers, do you know what that reference is to?
6 A. No.
7 Q. Are you aware of any special signatory powers you
8 had while at Artesia Bank?
9 A. Special, no; the normal ones, but not the special
10 no because I don't remember that.
11 Q. OK. Sir, you're familiar with the company
12 formerly known as Lernout & Hauspie I take it, is that
13 correct?
14 A. I know of the company.
15 Q. And when I refer to the company today I'm going to
16 refer to them as L & H, if that's all right with you, is
17 that all right?
18 A. That's right.
19 Q. Feel free to do the same. When did you -- have
20 you had dealings with Lernout & Hauspie in your career at
21 the Bank?
22 A. Yes, I've been in contact with the company at my
23 BACOB time, because you know that BACOB was in the
24 beginning, together with Paribas, one of the banks who has
25 granted credit to Lernout & Hauspie in their beginning

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1 Q. How about -- apart from loans, what about any
2 equity transactions, either public or private, involving L &
3 H?
4 A. I was involved with the IPO of Lernout & Hauspie,
5 which has been leaded or the lead bank was Paribas Bank
6 London because we were not -- we had not the capabilities,
7 not the knowledge within Belgium to do such a transaction,
8 so it was Paribas in London investment banking team that
9 took over; so I've followed that, at the side a little bit
10 because it was other people who has led that transaction;
11 and then I was also involved in the transaction of Flanders
12 Language Valley. We were also at the sideline because it
13 was KBC Securities who had the letter of that transaction.
14 Q. OK.
15 A. Or the lead, sorry.
16 Q. As for the IPO -- for the IPO, BACOB was part of
17 the underwriting syndicate for that IPO?
18 A. Our role was to sell, to place the shares into the
19 Belgian market.
20 Q. Were you placing shares on the Nasdaq or Easdaq?
21 A. I don't remember, Easdaq I think.
22 Q. What did you do in connection with underwriting
23 that IPO?
24 MR. WEIDNER: Do you mean what did he do personally?
25 MR. EGAN: What did he do personally.

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1 A. I was just -- not a lot. Again, we were much more
2 a follower in that transaction than the leader.
3 Q. Did you attend any meetings with Jo Lernout?
4 A. I have been in some meetings, but it was in London
5 with the people from Paribas Bank London, yes.
6 Q. And with Mr Lernout as well?
7 A. And Mr Lernout I've said.
8 Q. And what was discussed at those meetings?
9 A. It was discussions concerning the preparation of
10 the IPO.
11 Q. Was anyone else from L & H present at those
12 meetings?
13 A. I don't remember that.
14 Q. Do you know if Pol Hauspie was at any of those
15 meetings?
16 A. I don't remember if one of them were there, I
17 don't know.
18 Q. How about Nico Willaert?
19 A. I don't know.
20 Q. Do you know what compensation BACOB received for
21 participating in the underwriting?
22 A. No, I don't remember that any more.
23 Q. Do you know if BACOB received any compensation
24 apart from what would have been contained in the IPO
25 documents and underwriting agreement?

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1 A. I don't remember.
2 Q. Other than the IPO, were you involved in any other
3 equity offerings related to L & H?
4 A. As far as I remember it, no.
5 Q. OK. You also mentioned an offering related to
6 FLV, for that offering was BACOB the co-underwriter with KBC
7 Bank?
8 A. I don't know, I don't remember really our -- what
9 was exactly our role, I don't know, I don't remember that.
10 Q. Do you recall if it was an Initial Public
11 Offering?
12 A. I think it was an Initial Public Offering.
13 Q. Did you have meetings with people from FLV
14 relating to that?
15 A. I have assisted at meetings with FLV, yes.
16 Q. Do you remember who you met with?
17 A. The only person I remember from FLV is
18 Mr Vermeulen.
19 Q. And what do you recall -- strike that. What did
20 you discuss with Mr Vermeulen?
21 A. I don't remember, I just -- I just assisted at
22 some meetings, but I don't remember the number of the
23 meetings or the context of those meetings.
24 Q. And, just to clarify, when we say 'FLV' we're
25 talking about the Flanders Language Valley Fund, is that

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1 correct?
2 A. That's correct, yes.
3 Q. In connection with the IPO of L & H, did you have
4 any meetings with L & H's counsel?
5 A. I don't remember that, and who was the counsel.
6 Q. Do you recall any meetings with a law firm of
7 Brown Rudnick?
8 A. I don't remember that.
9 Q. OK. Did you have any meetings where L & H's
10 auditors were present?
11 A. I don't remember that.
12 Q. Did you have any meetings with Carl Dammekens?
13 A. I have had some meetings with Carl Dammekens.
14 Q. About how many meetings did you have with Mr
15 Dammekens?
16 A. I don't know.
17 Q. What did you discuss with Mr Dammekens?
18 A. Mr Dammekens was at a certain time, I don't know,
19 was responsible for the finance business of Lernout &
20 Hauspie; so it was in that context that I had, or we had
21 some meetings with them or with him; but I don't remember
22 the issues and I don't remember the number of times I have
23 met him.
24 Q. OK. How about anyone from the law firm, Loeff
25 Clayes Verbeke, did you have any meetings with anyone from

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1 that firm?
2 A. I don't remember. It will be the same answer. I
3 don't remember the number of meetings and the people that I
4 have met. I knew that they were the legal advisor of
5 Lernout & Hauspie for much of their transactions, but I
6 don't know the exact number of meetings or what would be --
7 what would have been the content of those meetings.
8 Q. When you were started at investment banking at
9 Paribas and then later name changed to Artesia, what was
10 your responsibility?
11 A. While at investment banking was M & A
12 transactions, capital markets transactions, which could be
13 equity or debt linked transactions, and advisory.
14 Q. And during your entire tenure with investment
15 banking, did --
16 A. How many years?
17 THE INTERPRETER: Your tenure. (Translated).
18 MR. EGAN: Your tenure in investment banking, were you
19 always head of the investment banking division?
20 A. Yes.
21 Q. And who did you report to in the corporate
22 hierarchy?
23 A. I reported to Mr Avonts, Rene Avonts.
24 Q. And who is Mr Avonts?
25 A. He was at that time board of -- in the board of

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1 management of, first of all, Paribas Bank Belgium and then
2 Artesia.
3 Q. Were there any particular sectors you focused on
4 at investment banking?
5 A. Yes, the focus was on the real estate. We had
6 here in Belgium a product which was called -- which is a
7 little bit, you have it in the United States, it's a RIT,
8 it's a Real Estate Investment Trust. We call it here a
9 Vastgoedbeheer Sikav; and it was a new product, so we
10 focused on that and small and medium sized companies and
11 Belgium companies.
12 Q. At some point did the Bank contemplate engaging in
13 a joint venture with L & H to form an investment bank?
14 A. I don't remember that.
15 Q. Do you recall any discussions with L & H
16 concerning investment banking apart from the IPO?
17 A. I don't remember that.
18 Q. I'd like to show you what's previously been marked
19 as Bruneel Exhibit 12, and first I would actually just --
20 well, let me start, as a whole do you recognize this
21 document?
22 A. No, I don't recognize it.
23 Q. As to the first page, does this appear to be
24 minutes of a Management Committee meeting from December of
25 1998 for Artesia Bank?

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1 A. Yes, I see it, I see on the title of it so.
2 Q. Were you ever on the Management Committee of
3 Artesia Bank?
4 A. No, normally I was not invited.
5 Q. OK. If you could turn first a few pages into the
6 document at the lower right hand corner to the page marked
7 109571?
8 A. Yes.
9 Q. And if you could look at 109571 to 572, just those
10 two pages for a moment, please.
11 A. So the first one?
12 Q. No, turning in a few pages on the bottom right
13 hand corner.
14 A. I see it's 9567 and I have to go to?
15 Q. 571, please; and if you'd just look at that, 571
16 and 572. I'm going to ask, sir, if you recognize this
17 document?
18 A. No, I don't recognize it, I don't remember it.
19 Q. OK. On the second page is that your signature?
20 A. That's my signature, yes.
21 Q. OK. And is this a memo you wrote on or about
22 November 24th of '98 to the Management Committee?
23 A. Yes.
24 Q. Does this document refresh your recollection as to
25 whether the Bank was contemplating a joint venture with L &

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1 H?
2 A. No, it doesn't.
3 Q. There is a reference to a potential letter of
4 intent with Lernout & Hauspie, do you know what that
5 concerns?
6 A. No, I don't, I don't remember that.
7 Q. There's a reference to a business plan with
8 Lernout & Hauspie, what does that concern?
9 A. I don't know, I don't remember that.
10 Q. Did you have any discussions with anyone at the
11 Bank about an investment bank proposal in conjunction with
12 Lernout & Hauspie?
13 A. No, I don't remember that.
14 Q. Did Artesia Bank ever enter into a joint venture
15 for purposes of investment banking with Lernout & Hauspie?
16 A. No.
17 Q. Do you know if one was ever contemplated?
18 A. What do you mean about contemplated? (interpreter
19 translates) Again, I don't remember that.
20 Q. Do you know why an investment bank venture with L
21 & H was not consummated?
22 A. No, I don't remember that.
23 Q. If you can just now turn back to the front of this
24 Exhibit, and if you could turn three pages in, please.
25 There is a section 3.4 referencing Mr Avonts; and if you

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1 could just review that paragraph, please. Does that refresh
2 your recollection as to any discussions concerning a
3 European Investment Bank?
4 A. No, it doesn't.
5 Q. Do you know if you did any follow-up following
6 this December 8th meeting?
7 A. No, I don't remember that.
8 (Decraene Exhibit 1 marked.)
9 Q. OK. You can put that aside for right now. I'd
10 like to mark Decraene Exhibit 1, please. Decraene Exhibit 1
11 is a one page document, Bates stamped DBB 159780. Can I
12 ask, sir, do you recognize this document?
13 A. I can read it but I don't remember it.
14 Q. OK. In the 'To' line is that -- was that your
15 Email address as of December of 1998?
16 A. Honestly, I don't remember that I had ever such an
17 Email address; must be mine I think, but I don't remember
18 it.
19 Q. Do you doubt that that was your Email address at
20 the time?
21 A. Again, I'm a little bit -- I don't remember it so,
22 but.....
23 Q. OK. Who is Annie Van Onacker?
24 A. The secretary of Mr Avonts.
25 Q. Of Mr Avonts?